

BYLAWS OF STARR LIBRARY

Starr Library Mission Statement

We inspire curiosity and foster community engagement by providing a welcoming space for learning, exploration and connection. Through free and open access to ideas, creativity, discovery and technology, we empower individuals and strengthen our community.

Preamble

The Board of Trustees (hereinafter designated as the “Board”) of The Starr Institute, d/b/a Starr Library, a corporation created under a charter granted under Section 223 of the New York State Education Law by the Board of Regents of the State of New York, dated September 12, 2023, shall be governed by the laws of New York State, the regulations of the Commissioner of Education, and by the following bylaws.

I. NAME OF ORGANIZATION

The name of the organization shall be The Starr Institute, d/b/a Starr Library.

II. PURPOSE

The purpose of the organization is to provide superior library service to the community of Rhinebeck.

III. FISCAL YEAR

The fiscal year of the Library shall be the calendar year.

IV. BOARD OF TRUSTEES

The Library shall be governed by a Board of Trustees consisting of ten (10) members elected for terms of three (3) years each. Newly elected members shall take office at the January meeting.

A. Eligibility

Eligibility for office shall include adults residing, owning property, or working within the geographical limits of the town, or individuals with skills, competencies, or knowledge of value to the Library.

B. Attendance

Absence from three consecutive meetings without prior approval by the Board President shall constitute automatic removal from the Board. The President shall notify the Trustee in writing.

C. Vacancies and Removal

Vacancies shall be filled by a majority vote of the Board for the remainder of the unexpired term.

The Board may remove a Trustee for misconduct, incapacity, neglect of duty, or refusal to carry into effect the Library's educational purpose, in accordance with New York State Education Law §226(8). Removal shall require a majority vote of the Board after the Trustee has been given notice and an opportunity to be heard.

D. Voting

Each Trustee shall have one vote. A Trustee must be present to vote.

E. Authority

All actions of the Board, as defined by the New York State Division of Library Development Guidelines, shall be of the Board as a unit. No Trustee shall act on behalf of the Board without prior authorization. Trustees shall not exercise administrative responsibility or direct staff.

Committees and individual Trustees are advisory in nature and shall not direct staff or make operational decisions unless specifically authorized by the Board.

V. OFFICERS

A. Officers

Officers shall be President, Vice President, Secretary, and Treasurer, elected annually at the December meeting.

B. Duties

1. President

Presides at meetings, appoints committees, executes Board-approved documents, and performs duties associated with the office.

2. Vice President

Performs duties of the President in their absence.

3. Secretary

Maintains records of meetings and issues meeting notices.

4. Treasurer

Serves as disbursing officer and oversees financial reporting.

The Treasurer shall submit a year-end financial report and may be assisted by designated staff in preparing financial materials.

VI. DIRECTOR

The Board shall appoint a Director who serves as the executive officer responsible for administration of the Library.

The Director shall:

- Manage staff and operations
- Oversee facilities and services
- Implement Board policies
- Operate within the approved budget

The Director shall attend Board meetings except when matters of evaluation or compensation are discussed.

VII. ELECTIONS

The Nominating Committee shall present a slate of Trustees in November for election in December. Terms shall be staggered. Trustees may serve two consecutive terms.

Officers shall be elected annually in December.

VIII. COMMITTEES

The Board may establish standing and ad hoc committees as needed. Committees are advisory to the Board and shall not direct staff or exercise administrative authority unless specifically authorized.

A. Board Committees

1. Governance Committee

Oversees bylaws, policies, strategic planning, and trustee development. Advises the Board on personnel policy at a governance level.

2. Building and Grounds Committee

Provides oversight and guidance on maintenance, repair, and improvement of facilities and grounds. Supports planning for capital projects. Does not perform operational work.

3. Public Relations Committee

Works with the Director to coordinate public communications.

4. Nominating Committee

Prepares slates of Trustees and officers.

5. Fundraising Committee

Coordinates fundraising activities approved by the Board.

6. Finance Committee

Advises on financial status, prepares budgets, and oversees investments in accordance with Board policy.

B. Committees of the Corporation

The Board may establish additional committees as needed. Relationships with affiliated groups, including the Friends of the Library and the Concert Committee, shall be governed by Board-approved Memoranda of Understanding. These groups shall operate in alignment with Library policies and provide regular reports to the Board.

IX. MEETINGS

Meetings shall be held monthly at times determined by the Board.

A. Special Meetings

May be called by the President or three Trustees.

B. Annual Meeting

Held in January.

C. Quorum

A majority constitutes a quorum.

D. Participation

Trustees may participate by videoconference in accordance with applicable law.

E. Public Comment

Public comment periods shall be conducted in accordance with Board policy.

F. Executive Session

Executive sessions shall be conducted in accordance with New York State Open Meetings Law.

X. ENDOWMENT FUND

The Board shall deposit ten percent (10%) of Annual Fund income into the Endowment.

The Board may appropriate up to four percent (4%) annually based on a three-year average. A two-thirds vote is required for extraordinary withdrawals.

XI. CONFLICT OF INTEREST

Trustees shall comply with the Library's Conflict of Interest Policy and disclose any potential conflicts.

XII. AMENDMENTS

Bylaws may be amended by majority vote at a regular meeting, with prior notice provided.

XIII. PROCEDURE

Procedures not specified shall follow Robert's Rules of Order.

Adopted by the Starr Library Board of Trustees

Revisions approved: 06/22/2023, 07/25/2024, 11/21/2025, 8/27/2026